

Honorable Robert D. Drain  
United States Bankruptcy Judge  
United States Bankruptcy Court for the Southern District of New York  
One Bowling Green, Room 610  
New York, New York 10004  
Attn: Deliver directly to the chambers of Honorable Robert D. Drain

Dear Honorable Judge Drain,

As you approach the impending hearing on the Delphi proposal announced on September 12, 2008 to resolve pension funding issues, I would like to bring the following issue to your attention. As you may be aware the group of retired Delphi Executives, listed in **Amended Schedule F – Creditors Holding Unsecured Non-priority Claims**, have been active with Delphi and General Motors (GM) to insure equitable treatment concerning our Supplemental Executive Retirement Program (SERP) portion of our pension agreement with Delphi.

Following the delay of the original emergence plan in early 2008, the group initiated individual letters to General Motors (Mr. G. R. Wagoner, Jr., Chairman and CEO) and Delphi (Mr. Rodney O’Neal, CEO) to outline our concerns with the original treatment of the retired executives SERP claims (Attachment 1). We received responses from GM in the June - August 2008 timeframe stating “...sufficient assets were provided to Delphi for this benefit” (Attachment 2) on our behalf.

In the most recent pension settlement proposal of September 12, 2008, Exhibits 11, 13 and 15 raise serious concern, that while additional assets are being transferred for the SERP program, the current retirees will be excluded from equitable SERP treatment.

Our concern is that we would like to insure that fair treatment is given to the current retired executives through either (1) the continuation of our SERP payments or (2) through a fairly determined cash settlement. In either case, sufficient assets have been provided for SERP and therefore its continuance should not be subject to the risk of an indeterminate stock issuance (as cited in our individual letters to GM/Delphi as referenced in Attachment 1).

We would like to ensure your awareness concerning this issue and are requesting your careful consideration, that this matter be resolved fairly with respect to our concern in the final resolution of the larger issue.

Respectfully,

 9/19/08

DEANIS MEAD  
900 ADAMS RD.  
SOUTH HAVEN, MI  
49090  
268-637-4642

June 2, 2008

Dennis Mead  
900 Adams Rd.  
South Haven, MI 49090  
248-425-9130

Rodney O'Neal, President and CEO  
Delphi Corp.  
5725 Delphi Corporation  
5725 Delphi Drive  
Troy, MI 48098

Dear Rodney

Even though the Delphi spinoff appeared to make much business sense in 1999, time has shown it would not be without struggles. Granted, we all thought the separation would force and enable Delphi to meet the global competitive challenges in cost, quality and delivery. However, it would take too much space here to delineate both the internal and external reasons why the "new Delphi" had to end in the unfortunate bankruptcy which I believe will still turn out to be to GM's and Delphi's benefit.

One legacy that GM had (and the assumption that Delphi would continue) was "a promise is a promise". As other retired company executives have already shared with you in recent letters, I, too, would like to insist that the SERP benefit not be cancelled in the new reorganization talks but remain as originally instituted as a deferred compensation plan of Delphi. If it would expedite matters, I'm sure a group of us retired executives would be happy to meet with you personally to express our concerns and suggestions.

Feel free to contact me at the number above if you'd like to explore this further.

Sincerely

Dennis M. Mead  
GM for 39 years, one year for Delphi

cc. Rick Wagoner, Chairman and CEO, General Motors

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